

IN THE UNITED STATES BANKRUPTCY COURT FOR THE
MIDDLE DISTRICT OF TENNESSEE

IN RE:)
)
NUKOTE INTERNATIONAL, INC., et. al.,) CASE NO. 09-06240-KL3-11
)
Debtor,)
)
) CONTESTED MATTER
) Debtor's Objection to WARN Act
) Claims of Former NY Employees

AGREED ORDER APPROVING SETTLEMENT

Upon the Notice of Objection Deadline and Hearing as to Stipulation and Order submitted by the Debtor, Nukote International, Inc. (“Debtor” or “Nukote”) and the Committee of Terminated Employees (“Committee”), and the Objection of NI Creditors’ Trust to the Stipulation and Order, and the parties herein representing to the Court that the Objection has been resolved, its is hereby

ORDERED, that the Stipulation and Order entered into by and between the Debtor and the Committee, a copy of which is attached hereto, is hereby approved subject to the following modifications:

- (a) The amount of priority wage claims timely filed by the former employees of Nukote is agreed to be in the aggregate amount of \$1,036,000.00;

- (b) The amount of general unsecured claims timely filed by the former employees of Nukote is agreed to be in the aggregate amount of \$805,964.84;
- (c) Counsel for the Committee of Terminated Employees may, on a quarterly basis, request disbursement from the NI Creditors' Trust for purposes of distributing such disbursement to the priority wage claim creditors, provided, however, that such disbursements shall be in minimum increments of \$25,000.00 and the Trustee of the NI Creditors' Trust shall not be obligated to make such disbursements if the balance of funds in the Trust is \$150,000.00 or less; and
- (d) The Trustee of the Trust shall pay from the Trust, upon entry of this Order, the sum of \$85,042.00 to Davidson Fink LLP, and \$21,525.00 to Wagner, Myers & Sanger, P.C., both as counsel for the Committee of Terminated Employees.

THIS ORDER WAS SIGNED AND ENTERED ELECTRONICALLY AS
INDICATED AT THE TOP OF THE FIRST PAGE.

Approved for entry:

/s/ Martin B. Bailey
Martin B. Bailey, Esq., BPR# 15370
WAGNER, MYERS & SANGER, PC
P.O. Box 1308
Knoxville, Tennessee 37901
Telephone: (865) 525-4600
Facsimile: (865) 291-0419
mbailey@wmspc.com

/s/ David L. Rasmussen

David L. Rasmussen, Esq.
DAVIDSON FINK LLP
28 East Main Street, Suite 1700
Rochester, New York 14614
Telephone: (585) 546-6448
drasmussen@davidsonfink.com

**COUNSEL FOR THE OFFICIAL
COMMITTEE OF TERMINATED EMPLOYEES**

and

/s/ Griffin S. Dunham (with permission)

Joseph Allen Kelly (jak@mglaw.net)
Robert J. Mendes (rjm@mglaw.net)
Griffin S. Dunham (gsd@mglaw.net)
MGLAW, PLLC
2525 West End Ave., Suite 1475
Nashville, TN 37203
Telephone: 615-846-8000
Facsimile: 615-846-9000

COUNSEL FOR NI CREDITORS' TRUST

CERTIFICATE OF SERVICE

I hereby certify that on December 14, 2010, a copy of the foregoing was filed electronically. Notice of filing will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic filing receipt. All other parties will be served by regular U.S. Mail. Parties may access the filing through the Court's electronic filing system.

/s/ Martin B. Bailey

Martin B. Bailey